

BEFORE THE TENNESSEE REGULATORY AUTHORITY AT

NASHVILLE, TENNESSEE

JANUARY 5, 2000

IN RE:

**PETITION FOR APPROVAL OF THE RESALE
AGREEMENT NEGOTIATED BY UNITED
TELEPHONE-SOUTHEAST, INC. AND TELECONEX,
INC. PURSUANT TO SECTIONS 251 AND 252 OF
THE TELECOMMUNICATIONS ACT OF 1996**

DOCKET NO. 99-00651

ORDER APPROVING RESALE AGREEMENT

This matter came before the Tennessee Regulatory Authority (the "Authority") upon the Petition of United Telephone-Southeast, Inc. for approval of the Resale Agreement (the "Agreement") negotiated by and between United Telephone-Southeast, Inc. ("UTSE") and Teleconex, Inc. The Petition for approval of the Agreement came before the Authority pursuant to 47 U.S.C. §§ 251-252. The Authority has jurisdiction over public utilities pursuant to Tenn. Code Ann. § 65-4-104 *et seq.*

The Agreement was considered at a regularly scheduled Authority Conference held on December 7, 1999, in Nashville, Tennessee before Chairman Melvin J. Malone, Director H. Lynn Greer, Jr., and Director Sara Kyle. Based upon the Petition, the record in this matter, and the standards for review set forth in 47 U.S.C. §§ 251-252, the Directors unanimously approved the Agreement expressly conditioned upon the parties amending the Agreement so as to guarantee that UTSE will continue to provide any discontinued service or arrangement to Teleconex, Inc. as long as UTSE continues to provide such services or arrangements to its own customers.

FILE
closed

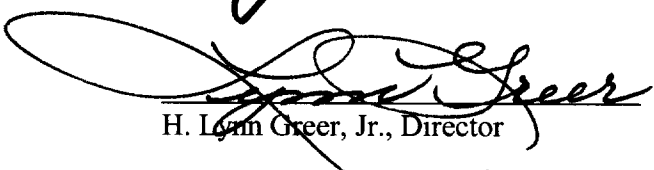
Findings and Conclusions:


- 1) The Agreement is in the public interest as it provides consumers with alternative sources of telecommunications services within the United Telephone-Southeast, Inc. service area;
- 2) The Agreement is not discriminatory to telecommunications service providers that are not parties thereto;
- 3) No other party has sought intervention in this docket;
- 4) The approval of the Agreement is consistent with previous Authority decisions and orders; and
- 5) The Agreement is reviewable by the Authority pursuant to 47 U.S.C. §§ 251-252 and Tenn. Code Ann. § 65-4-104 *et seq.*

IT IS THEREFORE ORDERED THAT:

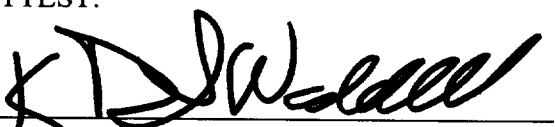
The Resale Agreement negotiated by and between United Telephone-Southeast, Inc. and Teleconex, Inc. is approved, provided it is amended as directed herein, and is subject to the review of the Authority as provided herein.


Melvin R. Malone, Chairman


H. Leon Greer, Jr., Director


Sara Kyle, Director

ATTEST:


K. David Waddell, Executive Secretary